

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re

PERPETUA- BURR OAK HOLDINGS OF
ILLINOIS, L.L.C., *et al.*,

Debtor.

Chapter 11

Case No. 09-34022
Jointly Administered

**MONTHLY STATEMENT FOR COUNSEL OF
THE OFFICIAL COMMITTEE OF THE UNSECURED CREDITORS**

Daniel Zazove, and the law firm of Perkins Coie, LLP, ("Perkins Coie"), counsel for the Official Committee of Unsecured Creditors ("Committee"), herewith submit their Monthly Statement for the period ending February 28, 2010 pursuant to paragraph 1(a) of the Administrative Order Establishing Procedures for Interim Compensation And Reimbursement of Expenses of Professionals entered on October 6, 2009 (the "Compensation Order").

1. Perkins Coie's retention as counsel for the Committee in the chapter 11 bankruptcy cases (the "Cases"), effective as of November 19, 2009, was approved by an order of this Court dated December 17, 2009.

2. Previously, on October 6, 2009, the Court entered the Compensation Order that governs the procedures for interim compensation and reimbursement of expenses of professionals retained in these Cases.

3. Perkins Coie's Statements of Services rendered and Expenses Incurred (the "Invoices") for the period of February 1, 2010 through February 28, 2010 are attached and incorporated by reference.

4. All of the services reflected on the attached Invoice pertain to the Cases and were rendered at the request of the Committee in the exercise of their rights, powers and duties under 11 U.S.C. § 1103.

5. **Services Rendered For Case Administration.** In aggregate, Perkins Coie's attorneys and paralegals rendered 7.60 hours of services for the benefit of the Committee in connection with Case Administration, including maintenance of the Committee website and attention to ongoing case matters, during the billing period. At the customary hourly rates charged by Perkins Coie attorneys and paralegals, the aggregate amount due Perkins Coie for the services rendered for case administration during the Relevant Period is \$1,838.00.

6. **Services Rendered For Committee Communications.** In aggregate, Perkins Coie's attorneys and paralegals rendered 19.60 hours of services for the benefit of the Committee in connection with Committee communications, including committee meetings and calls with committee members and their counsel, during the billing period. At the customary hourly rates charged by Perkins Coie attorneys and paralegals, the aggregate amount due Perkins Coie for the services rendered for the Committee communications during the Relevant Period is \$5,432.00.

7. **Services Rendered to And Expenses Incurred For Court Appearances.** In aggregate, Perkins Coie's attorneys and paralegals rendered 4.80 hours of services for the benefit of the Committee in connection with court appearances during the billing period. At the customary hourly rates charged by Perkins Coie attorneys and paralegals, the aggregate amount due Perkins Coie for the services rendered for court appearances during the Relevant Period is \$2,405.00.

8. **Services Rendered to And Expenses Incurred For Adversary Proceedings.** In aggregate, Perkins Coie's attorneys and paralegals rendered 10.60 hours of services for the benefit of the Committee in connection with Perpetua adversary proceedings, including research, document review, and document drafting, during the billing period. At the customary hourly rates charged by Perkins Coie attorneys and paralegals, the aggregate amount due Perkins Coie

for the services rendered for the Perpetua adversary proceedings during the Relevant Period is \$5,902.00.

9. **Services Rendered to And Expenses Incurred For Chapter 11 Plan Negotiations.** In aggregate, Perkins Coie's attorneys and paralegals rendered 17.40 hours of services for the benefit of the Committee in connection with Chapter 11 bankruptcy plan negotiations during the billing period. At the customary hourly rates charged by Perkins Coie attorneys and paralegals, the aggregate amount due Perkins Coie for the services rendered for the Perpetua Chapter 11 bankruptcy plan negotiations during the Relevant Period is \$7,965.50.

10. **Services Rendered to And Expenses Incurred For Claims Review - Adjudication.** In aggregate, Perkins Coie's attorneys and paralegals rendered 17.20 hours of services for the benefit of the Committee in connection with Discovery, including preparation of claim bar date documents, during the billing period. At the customary hourly rates charged by Perkins Coie attorneys and paralegals, the aggregate amount due Perkins Coie for the services rendered for Discovery during the Relevant Period is \$5,350.00.

11. **Expenses Incurred For The Perpetua Bankruptcy.** The expenses for which the reimbursement is requested in this Monthly statement are those customarily charged by Perkins Coie to all of its clients. The aggregate expense reimbursement reflected on the attached Invoice with respect to the Committee and sought by this Monthly statement for Relevant Period is \$282.44 for copying services, computer research, and long distance telephone charges.

12. Unless any person receiving this Monthly Statement notices Perkins Coie of any objection within ten (10) days hereof pursuant to Paragraph 1(b) and (c) of the Compensation Order, the Debtors shall promptly pay 80% of the requested compensation and 100% of the expenses set forth in this Monthly Statement. Based on that formula, Perkins Coie would be

entitled to \$23,114.00 in compensation (or 80% of \$28,892.50) and \$282.44 in expenses, for a total of \$23,396.44 unless a timely objection is interposed.

13. Perkins Coie reserves the right to correct, amend or supplement the description and extent of the services rendered and the costs incurred during the period as reflected on the Invoices until such time as interim or final compensation requests are heard and determined.

Respectfully submitted,

By: s/ Daniel A. Zazove
One of Attorneys for The Official
Committee of Unsecured Creditors

Daniel A. Zazove, ARDC No. 3104117
Kathleen A. Stetsko, ARDC No. 6297704
Perkins Coie LLP
131 South Dearborn Street, Suite 1700
Chicago, IL 60603-5559
312.324.8400

Dated: March 29, 2010

CERTIFICATE OF SERVICE

Daniel A. Zazove, an attorney, hereby certifies that on March 29, 2010 he caused a copy of *Monthly Statement for Counsel of the Official Committee of the Unsecured Creditors* to be served on the parties listed on the attached Service List as so indicated.

/s/ Daniel Zazove

PERKINS COIE LLP

Daniel A. Zazove (ARDC #3104117)

131 S. Dearborn Street - Suite 1700

Chicago, Illinois 60603-5559

Telephone: (312) 324-8400

Facsimile: (312) 324-9400

SERVICE LIST – PERPETUA BURR-OAK

	Email Address	Method of Delivery
William T. Neary Office of the U.S. Trustee 219 S. Dearborn St., Room 873 Chicago, IL 60604-1702	USTPRegion11.ES.ECF@usdoj.gov	Court ECF notice
<i>Attorneys for Debtors</i> Kimberly A Bacher Robert M Fishman Richard A. Saldinger Brian L Shaw Shaw Gussis Fishman Glantz Wolfson Towbin 321 N. Clark Suite 800 Chicago, IL 60654	kbacher@shawgussis.com rfishman@shawgussis.com rsaldinger@shawgussis.com bshaw100@shawgussis.com	Court ECF notice/ Email
<i>Parties requesting electronic mail</i> Deidre Baumann Shelby H. Karish Steven J. Plotkin Darrell Phillips	baumannesq@worldnet.alt.net Shelby@walnerlaw.com sjplaw@sbcglobal.net revdrdlp@comcast.net rsanderson1954@sbcglobal.net mbryant@a-cubedllc.com	Electronic mail

	Email Address	Method of Delivery
<i>All other parties requesting ECF notice</i> Sisavanh B. Baker Aaron R. Bilton Michael F. Bonamarte Carl B. Boyd Patience R. Clark Nathan F. Coco Josephy r. Curcio Yao O'Dinizulu Faith Dolgin Jamie G. Goldstein Kenneth T. Goldstein Blake W. Horwitz Gregory J. Jordan Dan Klein Robert D. Kreisman Clinton A. Krislov Vincenet E. Lazar Anthony J. Masciopinto Scott C. Polman Elliot Pollock Joseph A. Power Aron D. Robinson Zachary K. Sims Thomas A. Jr. Zimmerman		Court ECF notice

Perkins Coie

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CENTRALIZED ACCOUNTING DEPARTMENT

1201 THIRD AVENUE, 40TH FLOOR

SEATTLE, WASHINGTON 98101-3099

MAIN TELEPHONE NUMBER: (206) 359-8000

ACCOUNTING: (206) 359-3143 - CLIENTACCT@PERKINS COIE.COM

TAX I.D. NUMBER: 91-0591206

ACCOUNT
NUMBER: 72010

March 26, 2010

Invoice 4157523

Official Plaintiffs Committee of Perpetua
unknown
unknown, IL UNKNOWN

INVOICE

FOR SERVICES THROUGH 02/28/10, IN CONNECTION WITH THE FOLLOWING:

Fees at 80%	\$23,114.00
Disbursements at 100%	\$282.44
Total (Fees 80%, Disbursements 100%)	\$23,396.44

Deferred Fee Amount (20% Fees)	\$5,778.50
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Fees at 100%	\$28,892.50
Disbursements at 100%	\$282.44
Total Fees and Disbursements (100%)	\$29,174.94

Case Administration

Date	Attorney/Assistant	Hours	Description of Services
02/01/10	J. Christian	0.30	Review recent publicity regarding Burr Oak and internal memo regarding burial practices;
02/10/10	D. Zazove	0.30	Review debtors' monthly operating reports.
02/11/10	K. Stetsko	0.20	Revisions to website;
02/16/10	G. Crawford	0.60	Edit, organize and prepare certificate of service and notice (.6);
02/17/10	D. Zazove	0.40	Telephone calls with R. Fishman & B. Shaw to discuss the agenda of matters to be heard tomorrow and the disposition of some of them;
02/18/10	D. Zazove	0.10	Review agenda for court hearing this morning.
02/22/10	G. Crawford	0.20	Teleconference with G. Waridian regarding pre-bill for filing interim fees;
02/23/10	K. Stetsko	0.80	Attention to statement of services;
02/23/10	G. Crawford	1.10	Review correspondence for preparation of statement of January interim fees (.2); draft statement of services (.9);
02/24/10	K. Stetsko	0.30	Review statement of services;
02/25/10	D. Zazove	0.50	Edit monthly time submission.
02/25/10	G. Crawford	1.20	Draft January statement of services (.6); conferences with G. K. Stetsko and G. Wardian regarding changes and amendments to pre-bill for statement of services (.6);
02/26/10	G. Crawford	1.60	Review and edit final changes to statement of services and bill (1.2); file statement of services (.2); conferences with C. Janssen regarding updated ECF service list (.2);

Total For Services	\$1,838.00
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Total This Matter	\$1,838.00
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CURRENT CHARGES ONLY. UNPAID BALANCES NOT INCLUDED.

DISBURSEMENTS NOT YET RECORDED WILL BE INCLUDED IN FUTURE INVOICES.

PAYMENT DUE IN U.S. DOLLARS UPON RECEIPT OF INVOICE.

AFTER 30 DAYS, A MONTHLY LATE CHARGE OF 1% PER MONTH FROM THE INVOICE DATE (OR SUCH LOWER RATE AS REQUIRED BY APPLICABLE LAW) WILL BE DUE.

SHOULD A COLLECTION ACTION OR PROCEEDING BE NECESSARY, ATTORNEYS' FEES AND COSTS FOR SUCH COLLECTION EFFORT WILL ALSO BE DUE.

PERKINS COIE LLP AND AFFILIATES

Committee Communications

Date	Attorney/Assistant	Hours	Description of Services
01/08/10	L. Johnston-Mack	0.20	Conference call with Kate Stetsko and Gloria Crawford to discuss scope of web site project (where web pages would be located, how many pages would be needed, how content would be provided, etc.)
01/13/10	L. Johnston-Mack	0.70	Built structure of web pages.
01/20/10	L. Johnston-Mack	0.20	Consulted with web vendor on developing unique template to use for building web pages
02/01/10	K. Stetsko	0.10	Email D. Charles regarding meeting and availability;
02/02/10	L. Johnston-Mack	2.00	Recreated existing pages in new template; added new bankruptcy basics page; added navigation; added additional content, including FAQs
02/03/10	K. Stetsko	0.30	Email committee regarding next meeting;
02/04/10	L. Johnston-Mack	2.70	Made content and navigation edits; added new pages
02/04/10	G. Crawford	0.10	Teleconferences with E. Hill, J. Jones, and P. Murphy re next committee meeting;
02/05/10	L. Johnston-Mack	0.60	Adjusted links to open in same window
02/11/10	D. Zazove	0.80	Review draft confidentiality agreement.
02/11/10	L. Johnston-Mack	0.60	Made additional content edits; increased font size on all pages; added link to home page from internal pages
02/11/10	K. Stetsko	0.20	Emails w/ committee members' attorneys regarding case status;
02/12/10	J. Christian	0.50	Office conference with K. Stetsko regarding agenda for creditors committee meeting and analysis of reservation of rights letters (.5);
02/12/10	L. Johnston-Mack	0.30	Made additional content edits; removed individual significant parties pages and move all content to one page; added link to Proof of Claim PDF
02/12/10	K. Stetsko	0.60	Emails to Committee regarding Committee meeting & agenda;
02/12/10	G. Crawford	0.80	Teleconferences with J. Barriga re problems with Official Committee for Unsecured Creditors mailbox (.50); teleconferences with committee members to remind them of 2/15 meeting(.30);
02/15/10	K. Stetsko	2.30	Call w/ S. Plotkin regarding meeting (.1); email K. Atherton regarding documents (.1); attend creditors committee meeting (2.1);
02/16/10	J. Christian	0.20	Office conference regarding meeting of creditors committee (.2);
02/18/10	K. Stetsko	1.80	Impromptu conference w/ Committee representatives regarding bar date concerns (1.0); call w/ A. Robinson regarding bar date order (.2); call with committee member regarding bar date implications (.3); emails to committee regarding bar date notice and order (.3);
02/19/10	D. Zazove	1.50	Email correspondence and telephone calls with committee members (4X) regarding the language of the bar date notice and the order fixing same(.8); review suggested revisions of members and debtor (.5)
02/19/10	K. Stetsko	1.40	Draft emails to creditors committee regarding claim bar notice and order (.3); call w/ B. Shaw regarding claim bar notice (.2); conference w/ G. Jordan & L. Rogers regarding claim bar notice (.3); conference w/ K. Goldstein & C. Krislove regarding claim bar notice (.6);
02/19/10	G. Crawford	0.20	Edit committee letter (.1); teleconference with creditors counsel C. Martin re creditors committee letter (.1);
02/22/10	K. Stetsko	0.10	Email D. Charles regarding meeting;
02/23/10	L. Johnston-Mack	1.10	Updated content due to court date being set; created significant events page; rearranged FAQ page
02/23/10	K. Stetsko	0.10	Email D. Charles regarding committee meeting;
02/26/10	K. Stetsko	0.20	Draft email regarding committee meeting;
			Total For Services \$5,432.00
			Total This Matter \$5,432.00

Court Appearances

Date	Attorney/Assistant	Hours	Description of Services		
02/04/10	K. Stetsko	1.30	Attend omnibus hearing;		
02/18/10	D. Zazove	2.00	Court appearances at omnibus to deal with items on the call, principally the claim bar date motion.		
02/19/10	D. Zazove	1.50	Attend continued hearing to fix claim bar date and approve form of notice.		
				Total For Services	\$2,405.00
				Total This Matter	\$2,405.00

Adversary Proceedings

Date	Attorney/Assistant	Hours	Description of Services	
02/01/10	J. Christian	0.60	Review insurance policies and evaluate potential declaratory judgment issues;	
02/02/10	J. Christian	0.20	Review status of settlement agreement with Travelers Insurance (.1); office conference with L. Oleksa regarding meeting with counsel for debtor (.1);	
02/04/10	J. Christian	0.80	Office conference with D. Zazove regarding potential settlement by debtor and insurance carriers and strategic options for declaratory judgment or opposition to settlement (.5); review materials regarding modification of Section 362 standing order (.3);	
02/04/10	D. Zazove	1.30	Drafting answer to adversary complaint.	
02/04/10	D. Zazove	1.50	conference with J. Christian to outline a litigation plan.	
02/10/10	J. Christian	3.00	Meeting with L. Rogers, Sr. regarding status of chapter 11 proceeding and options to maximize realization of insurance proceeds (2.2); office conference with D. Zazove regarding plans for further handling (.2); prepare list of documents to obtain from debtor (.6);	
02/10/10	D. Zazove	2.00	Attend office conference with committee member's counsel regarding the status of insurance and settlements;	
02/11/10	D. Zazove	0.50	Email to Debtors' counsel to request information to evaluate insurance settlement.	
02/16/10	D. Zazove	0.70	Review adversary complaint to determine dischargeability of debt filed by Elnora Logan et al.	
			Total For Services	\$5,902.00
			Total This Matter	\$5,902.00

Plan Negotiations

Date	Attorney/Assistant	Hours	Description of Services
02/02/10	G. Crawford	1.20	Research statutes in re to cemetery law and historical trusts;
02/05/10	J. Christian	3.10	Review insurance policies (.7); prepare for (.6) and meeting (1.8) with B. Fishman, B. Shaw, D. Zazove, K. Stetsko and L. Oleksa regarding status of negotiations by Debtor with insurance carriers, options for further handling, factual background of pending claims and potential declaratory judgment action;
02/05/10	D. Zazove	2.00	Attend office conference with the Debtors' counsel to discuss the status of the insurance settlement and how it fits within a plan of reorganization.
02/05/10	K. Stetsko	2.50	Conference w/ Debtor's attorneys regarding case status and insurance settlement (2.0); analysis of potential insurance settlement actions (.5);
02/08/10	J. Christian	1.40	Office conference with D. Zazove regarding viability of declaratory judgment action and potential objection to proposed insurance settlement (.4); review Menorah Gardens documents (1.0);
02/08/10	D. Zazove	1.00	Conference with J. Christian(.5); telephone call with K. Goldstein regarding issues raised in discussion with debtors' counsel regarding insurance brief settlement.(.5)
02/11/10	J. Christian	2.20	Review correspondence with R. Fishman regarding insurance documents (.1); review reservation of rights letter from Harleysville Insurance and Travelers (1.4); review excerpts of Travelers insurance policies (.7);
02/11/10	D. Zazove	0.50	Cursory review of reservation of rights letters from debtors' insurance carriers and their counsel.
02/12/10	K. Stetsko	1.10	Conference w/ J. Christian regarding insurance settlement;
02/22/10	J. Christian	1.50	Review Travelers insurance policies (.5); and reservation of rights letters regarding same (5); prepare correspondence to counsel for debtor regarding identification of all insureds (.5);
02/23/10	D. Zazove	0.80	Telephone call with B. Shaw (.5) and brief conference with K. Stetsko (.3) regarding the agenda for the joint meeting of the debtor and the committee for March 1, 2010.
02/26/10	J. Christian	0.10	Review correspondence to counsel for debtor regarding insurance coverage issues;
			Total For Services
			\$7,965.50
			Total This Matter
			\$7,965.50

SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Total
J. Christian	8.30	520.00	4,316.00
D. Zazove	4.30	585.00	2,515.50
K. Stetsko	3.60	275.00	990.00
G. Crawford	1.20	120.00	144.00
Total	17.40	457.79	\$7,965.50

Claims Review - Adjudication

Date	Attorney/Assistant	Hours	Description of Services
02/02/10	D. Zazove	0.50	Telephone call and email correspondence with B. Shaw regarding the motion to establish a claim bar date and the form of notice and of the claim; status of the insurance settlement.
02/02/10	D. Zazove	0.50	Telephone call with R. Fishman, B. Shaw regarding the claim bar date, notice and insurance settlement.
02/02/10	K. Stetsko	0.60	Call w/ L. Mack regarding website (.1); review Debtor's bar date motion (.2); update website content (.3);
02/03/10	K. Stetsko	1.50	Draft website content;
02/04/10	K. Stetsko	0.30	Make revisions to website;
02/05/10	K. Stetsko	0.30	Update website content;
02/10/10	G. Crawford	0.90	Review Burr Oak Creditors' Committee website for errors, correct same;
02/11/10	D. Zazove	0.20	Telephone calls with Plaintiffs' lawyers regarding filing claims and bar dates
02/12/10	K. Stetsko	1.70	Draft objection to motion to set a bar date;
02/15/10	K. Stetsko	0.90	Draft objection to motion to set bar date;
02/16/10	D. Zazove	0.40	Review Debtors' motion order and notice to fix bar date for filing claims and manner of notice.
02/16/10	D. Zazove	0.50	Revise draft objection to the debtors' motion to fix claim bar date.
02/16/10	D. Zazove	0.30	Telephone call Committee members' counsel to discuss the filing of class claims in bankruptcy cases.
02/16/10	K. Stetsko	0.60	Finalize and file objection to bar date motion;
02/16/10	G. Crawford	0.30	Edit motion to object to proof of claim bar date;
02/17/10	D. Zazove	0.60	Telephone calls (3X) with counsel for committee members regarding the bar date, notice and class claims(.6).
02/17/10	K. Stetsko	2.50	Attention to potential agreed bar date order (1.5); research regarding allowance of distribution after the bar date (1.0);
02/18/10	K. Stetsko	1.70	Call w/ B. Shaw & R. Fishman regarding agreed bar date order (.2); draft agreed bar date order (.5); draft bar date notice (1.0);
02/18/10	G. Crawford	0.20	Edit letter regarding case notifications;
02/19/10	K. Stetsko	0.90	Revise claim bar notice (.4); revise claim bar order (.5);
02/22/10	K. Stetsko	0.60	Revise website (.4); call w/ K. Bacher regarding hotline (.2);
02/22/10	G. Crawford	0.30	Correspondence with D. Smolin regarding the procedure to file proof of claim;
02/23/10	K. Stetsko	0.30	Review website make changes (.3);
02/26/10	K. Stetsko	0.30	Attention to answering claimant hotline questions;
02/26/10	G. Crawford	0.30	Conferences with persons who called the hotline;

Total For Services \$5,350.00

Disbursements and Other Charges

Photocopying and printing expenses	12.90
Long distance telephone charges	0.15
Computer research	269.39

Disbursement and Other Charges Total \$282.44

Total This Matter \$5,632.44

SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Total
D. Zazove	3.00	585.00	1,755.00
K. Stetsko	12.20	275.00	3,355.00

SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Total
G. Crawford	2.00	120.00	240.00
Total	17.20	311.05	\$5,350.00

TOTAL SUMMARY OF SERVICES:

Attorney/Assistant	Hours Worked	Billing Rate	Amount
J. Christian	13.90	520.00	7,228.00
G. Crawford	9.00	120.00	1,080.00
L. Johnston-Mack	8.40	195.00	1,638.00
K. Stetsko	25.50	275.00	7,012.50
D. Zazove	20.40	585.00	11,934.00
Total	77.20	374.26	\$28,892.50

DAZ

This invoice is for current charges only.

Outstanding invoices from prior billing cycles will be summarized on a separate Statement of Account.
Late Charges Will Be Due If This Invoice Is Not Paid On Or Before APRIL 25, 2010

If payment is made by wire remittance, please direct to:

Perkins Coie
 US Bank
 Bank ABA # 125000105
 Account # 1 535 5592 1235
 Please reference your Perkins Coie Account No. 72010, Invoice 4157523

INFORMATION MAY BE SUBJECT TO ATTORNEY-CLIENT AND/OR ATTORNEY WORK PRODUCT PRIVILEGES